

A RESOLUTION
2005-13-CCHFC

APPROVING THE FORM, CONTENT AND DISTRIBUTION OF THE PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE, SALE AND DELIVERY BY THE CORPORATION OF UP TO \$130,000,000 OF ITS *CONTRACT REVENUE EMPOWERMENT ZONE BONDS, SERIES 2005A*, AND UP TO \$100,000,000 OF ITS *CONTRACT REVENUE BONDS, TAXABLE SERIES 2005B* FOR THE CONVENTION CENTER HOTEL PROJECT

WHEREAS, the CITY OF SAN ANTONIO, TEXAS CONVENTION CENTER HOTEL FINANCE CORPORATION, (the "Corporation") a Texas nonprofit local government corporation, has been legally incorporated under the provisions of Subchapter D of Chapter 431, Texas Transportation Code, as amended; and

WHEREAS, the CITY OF SAN ANTONIO, TEXAS (the "City"), on March 24, 2005, authorized the creation of the Corporation to aid and act on behalf of the City to accomplish certain governmental purposes of the City, to wit: finance a portion of the costs required to develop, construct, furnish and equip a privately-owned hotel to be located on land owned by the City that is adjacent to the City's Convention Center in order to promote economic development and to stimulate business and commercial activity in the City (the "Convention Center Hotel Project"); and

WHEREAS, the Board of Directors of the Corporation (the "Board") hereby deems it necessary and desirable to issue and deliver up to \$130,000,000 in principal amount of *City of San Antonio, Texas Convention Center Hotel Finance Corporation Contract Revenue Empowerment Zone Bonds, Series 2005A* and up to \$100,000,000 in principal amount of *City of San Antonio, Texas Convention Center Hotel Finance Corporation Contract Revenue Bonds, Taxable Series 2005B* (collectively, the "Bonds") to finance a portion of the Convention Center Hotel Project in order to promote economic development and to stimulate business and commercial activity in the City ; and

WHEREAS, Securities and Exchange Commission Rule 15c2-12, codified at 17 C.F.R. §240.15c2-12 ("Rule 15c2-12"), requires that the Preliminary Official Statement prepared and distributed in connection with the issuance of the Bonds be "deemed final" as of its date by the Corporation (except for the omission of no more than the information permitted by Rule 15c2-12); and

WHEREAS, such Preliminary Official Statement has been reviewed by the Board and representatives of the staff of the City; and

WHEREAS, it is hereby officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF SAN ANTONIO, TEXAS CONVENTION CENTER HOTEL FINANCE CORPORATION THAT:

SECTION 1. INCORPORATION OF RECITALS. The Board hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the Board hereby incorporates such recitals as a part of this Resolution.

SECTION 2. APPROVAL OF FORM OF PRELIMINARY OFFICIAL STATEMENT. The form and content of the Preliminary Official Statement, attached hereto as Exhibit A, in connection with the issuance and sale of the Bonds, is hereby approved.

SECTION 3. PRELIMINARY OFFICIAL STATEMENT DEEMED FINAL. The Preliminary Official Statement referenced above and relating to the proposed sale of the Bonds is hereby "deemed final" as of its date (subject to the permissible omissions described in Rule 15c2-12) within the meaning of the provision of 17 C.F.R. §240.15c2-12(b)(1).

SECTION 4. AUTHORITY TO PRINT AND DISTRIBUTE THE PRELIMINARY OFFICIAL STATEMENT. The Executive Director of the Corporation, Financial Advisors (Coastal Securities and Estrada Hinojosa & Company, Inc.), Co-Bond Counsel and the Underwriters in connection with the issuance of the Bonds are authorized to take all actions deemed necessary in connection with preparing for the sale of the Bonds, including but not limited to approving all changes deemed necessary to the Preliminary Official Statement and to print and distribute such Preliminary Official Statement to potential purchasers.

SECTION 5. SEVERABILITY. If any provision of this Resolution or the application thereof to any circumstance shall be held to be invalid, the remainder of this Resolution and the application thereof to other circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

[The remainder of this page intentionally left blank]

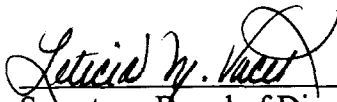
4/14/05
ITEM #4.2

ADOPTED AND APPROVED THIS THE 14TH DAY OF APRIL, 2005.



President, Board of Directors
City of San Antonio, Texas
Convention Center Hotel Finance Corporation

ATTEST:



Secretary, Board of Directors
City of San Antonio, Texas
Convention Center Hotel Finance Corporation

[SIGNATURE PAGE FOR CORPORATE RESOLUTION APPROVING
PRELIMINARY OFFICIAL STATEMENT]

Agenda Voting Results

Name: 4.2.

Date: 04/14/05

Time: 05:11:36 PM

Vote Type: Multiple selection

Description: A Resolution approving the form, content and distribution of the preliminary official statement pertaining to the issuance, sale and delivery by the Corporation of up to \$130,000,000 of its Contract Revenue Empowerment Zone Bonds, Series 2005A, and up to \$100,000,000 of its Contract Revenue Bonds, Taxable and potential Tax-Exempt bonds for the Convention Center Hotel Project.

| Voter | Group | Status | Yes | No | Abstain |
|--------------------|-------------|-------------|-----|----|---------|
| ROGER O. FLORES | DISTRICT 1 | | x | | |
| JOEL WILLIAMS | DISTRICT 2 | | x | | |
| RON H. SEGOVIA | DISTRICT 3 | | x | | |
| RICHARD PEREZ | DISTRICT 4 | | x | | |
| PATTI RADLE | DISTRICT 5 | | x | | |
| ENRIQUE M. BARRERA | DISTRICT 6 | | x | | |
| JULIAN CASTRO | DISTRICT 7 | Not present | | | |
| ART A. HALL | DISTRICT 8 | | x | | |
| CARROLL SCHUBERT | DISTRICT 9 | | | | x |
| CHIP HAASS | DISTRICT_10 | | | | |
| MAYOR ED GARZA | MAYOR | | x | | |